

Instructions for FCC 305 Application for Assignment of a Multipoint Distribution Service Authorization (FCC 305 attached)

GENERAL INSTRUCTIONS

Introduction

This FCC Form is to be used to apply for authority to assign a Multipoint Distribution Service ("MDS") authorization pursuant to 47 C.F.R. Sections 21.11, 21.38 and 21.39. As used in this application, "authorization" and "license" will have the same meaning.

Replies to questions in this form and the applicants' statements constitute representations on which the FCC will rely in considering the application. Thus, time and care should be devoted to all replies, which should reflect accurately the applicants' responsible consideration of the questions asked. Include all information called for by this application. If any portions of the application are not applicable, so state. Defective or incomplete applications may be returned without consideration. Furthermore, inadvertently accepted applications are also subject to dismissal.

For Assistance

For assistance with FCC Form 305 applications, contact the MDS Section of the Mass Media Bureau at the FCC, Washington, D.C. 20554, telephone number (202) 418-1600.

Applicable Rules and Regulations

Before this application is prepared, the applicants should review the relevant portions of Parts 0 ("Commission Organization"), 1 ("Practice and Procedure"), 21 ("Domestic Public Fixed Radio Services") and 74 ("Experimental Radio, Auxiliary, Special Broadcast and Other Program Distributional Services") of the FCC Rules in Title 47 of the Code of Federal Regulations (C.F.R.). Copies of Title 47 may be purchased from the Superintendent of Documents, Government Printing Office, Washington, D.C. 20402. You may telephone the GPO order desk at (202) 512-1800 for current prices. FCC Rules generally require various exhibits to be filed with an application, in addition to the information requested in the application form. Applicants should make every effort to file complete applications in compliance with the Rules.

Electronic Filing

The Commission has authorized voluntary electronic filing for new MDS applications based on the data and other information contained in this form. The specific details concerning the method for electronically filing MDS applications, including an electronic counterpart to this paper form, will be provided through subsequent Commission public notices.

Paper Copies

All entries on the form shall be typed or legibly printed in ink. Submit an original and one copy of the application (SIGN ORIGINAL COPY ONLY). A single "blanket" application may be filed to cover a group of authorizations to be assigned to a single assignee if the application identifies each Basic Trading Area ("BTA") or station by its BTA number or call sign, the location of each BTA or station, and if two copies are provided for each BTA or station affected. 47 C.F.R. Section 21.11(d).

Incorporation by Reference

Unless a particular question in the application provides otherwise, you may not incorporate by reference data, documents, exhibits, or other showings already on file with the FCC. All applicable items on this form must be answered without reference to a previous filing.

Current Information

In accordance with 47 C.F.R. Section 1.65, applicants have a continuing obligation to advise the Commission, through amendments, of any substantial and significant changes in the information furnished.

Waiver Requests

Requests for waivers of the FCC's Rules must contain an exhibit stating reasons sufficient to justify a waiver. A separate request with the required showing must be made for each rule waiver desired, identifying the specific rule or policy for which the waiver is requested. See 47 C.F.R. Section 21.19.

Exhibits

Each document required to be filed as an exhibit should be current as of the date of filing. Each page of each exhibit must be identified with the number or letter of the exhibit, the number of the page of the exhibit and the total number of pages of the exhibit.

INSTRUCTIONS FOR SECTION I - GENERAL AND FEE INFORMATION

Question 1. The legal name of the applicant should be provided. The applicant must provide a current and valid mailing address, and this address must be that of the applicant, not the address of a consultant or any third party. Use only those state abbreviations approved by the U.S. Postal Service. Failure to respond to FCC correspondence sent to the address of record may result in dismissal of an application.

Question 2. **FEE INFORMATION.** By law, the Commission

is required to collect charges for certain regulatory services it provides to the public. MDS applicants seeking to assign station authorizations are required to pay and submit a fee with the filing of FCC Form 305. However, governmental entities, which include any possession, state, city, county, town, village, municipal organization or similar political organization or subpart thereof controlled by publicly elected and/or duly appointed public officials exercising sovereign direction and control over their respective communities or programs, are exempt from the payment of this fee. *See* 47 C.F.R. Section 1.1114.

FCC Form 305 applications **NOT** involving the payment of a fee may be hand-delivered or mailed to the FCC's Washington, D.C. offices. *See* 47 C.F.R. Section 0.401(a). Do not send fee exempt applications to Mellon Bank because it will result in a delay in processing the application.

A separate fee payment must be submitted for each FCC Form 305 filed. Where multiple stations are being assigned on one FCC Form 305, a single payment covering the total required fee, which is calculated on the basis of the number of MDS authorizations that are the subject of that FCC Form 305, can be made.

The Commission's fee collection program utilizes a U.S. Treasury lockbox bank for maximum efficiency of collection and processing. All FCC Form 305 applications, which require the remittance of a fee, must be submitted to the appropriate post office box address. *See* 47 C.F.R. Section 0.401(b). A listing of the required fee and the address to which FCC Form 305 should be mailed or otherwise delivered is also set forth in the "Mass Media Services Application Fee Filing Guide" (most current edition) which is obtained either by writing to the Commission's Form Distribution Center, 9300 E. Hampton Drive, Capital Heights, Maryland 20431, or by calling telephone number 1-800-418-FORM and leaving your request on the answering machine provided for this purpose. *See also* 47 C.F.R. Section 1.1104. The Fee Filing Guide also contains a list of the Fee Type Codes needed to complete this application.

Payment of any required fee must be made in U.S. dollars by check, bank draft, money order or credit card. If paying by check, bank draft or money order, your remittance must be denominated in U.S. dollars, drawn upon a U.S. financial institution and made payable to the Federal Communications Commission. No postdated, altered or third-party checks will be accepted. **DO NOT SEND CASH.** Checks dated six months or older will not be acceptable for filing.

Payment of application fees may also be made by electronic payment, provided prior approval has been obtained from the Commission. Applicants interested in this option must first contact the Credit and Debt Management Center at (202) 418-1995 to make the necessary arrangements.

Parties hand-delivering FCC Form 305 applications may receive

dated receipt copies by presenting copies of the applications to the acceptance clerk at the time of delivery. For mailed-in applications, a "return copy" of the application can be furnished provided the applicant clearly identifies the "return copy" and attaches it to a stamped, self-addressed envelope. Only one piece of paper per application will be stamped for receipt purposes.

For further information regarding the applicability of a fee, the amount of the fee or the payment of the fee, refer to the "Mass Media Services Application Fee Filing Guide."

INSTRUCTIONS FOR SECTION II - TO BE COMPLETED BY ASSIGNOR

Question 1. The name of the assignor must be stated exactly as it appears on the authorization to be assigned.

Question 2. The call sign, location and authorization expiration date must be listed for each facility authorized to the assignor and for which assignment is sought. Applicants seeking to assign a BTA or Partitioned Service Area ("PSA") where there is a pending application for a new facility within that BTA or PSA must provide the application file number for, and the proposed location of, the new facility.

Question 3. Section 21.934 requires a BTA or PSA authorization holder seeking approval for an assignment of its authorization within three years of receiving such authorization through a competitive bidding procedure to indicate that its authorization was obtained through competitive bidding. 47 C.F.R. Section 21.934(a)(1). In addition, the associated contracts for sale, option agreements, management agreements or other documents disclosing the total consideration must be filed. 47 C.F.R. Section 21.934(a)(2).

A BTA authorization holder may enter into contracts to partition any portion of its service area in accordance with the provisions of 47 C.F.R. Section 21.931. Partitioning contracts must be filed with the Commission within 30 days of the date that such agreement is reached, and must include descriptions of the areas being partitioned. 47 C.F.R. Section 21.931(a)(2)(i) and (ii). In addition, parties to partitioning contracts must file concurrently with such contracts, where appropriate, an MDS long-form application for authority to operate a new MDS station within the PSA, a statement of intention as defined in 47 C.F.R. Section 21.956(a)(1), along with a completed FCC Form 430, or an application for assignment of the BTA holder's existing stations within the PSA. 47 C.F.R. Section 21.931(a)(3). Upon the removal of any portion of a BTA through partitioning, the remaining area is no longer a BTA but, itself, becomes a partitioned service area, defined by its counties or other recognized geopolitical subdivisions.

Question 4. Unconstructed Facilities. Generally, an MDS conditional license may not be assigned prior to the completion of construction of the facility and the timely filing of the

certification of completion of construction. However, consent to the assignment of an MDS conditional license may be given prior to the completion of construction and the timely filing of the certification of completion of construction where the assignment does not involve a substantial change in ownership or control of the authorized facility, or the assignment or transfer is involuntary, *e.g.*, due to the licensee's bankruptcy, death or legal disability. 47 C.F.R. Section 21.39(a). A proposed transaction, except those that are *pro forma*, will be reviewed to determine if the circumstances indicate "trafficking" in licenses. 47 C.F.R. Section 21.39(b). In making the affirmative factual showing requested in Question 4(b), refer to 47 C.F.R. Section 21.39(b).

Question 5. Contracts and Agreements Involving the Station. Agreements involving use and/or control of the station include, but are not limited to, all lease and management agreements. Such agreements must comply with 47 C.F.R. Section 21.13(f).

Question 6. The contract or agreement between the assignor and assignee should show all the terms and conditions involved in the assignment, including the consideration (whether monetary or otherwise, and whether paid or promised), and that the assignment is subject to the prior approval of the Commission. No assignment will be granted or authorized if there is a contract or understanding, express or implied, pursuant to which the assignor retains a right of reversion or reassignment of the license or right to use the facilities as partial or full consideration for the assignment. 47 C.F.R. Section 21.38(e).

INSTRUCTIONS FOR SECTION III - TO BE COMPLETED BY ASSIGNEE

Parties to the Application

Any individual or entity having an attributable interest in the proposed assignee shall be considered a party to this application. To determine attributable interests, the assignee should refer to Section 21.912, Note 1, of the Commission's Rules. *See* 47 C.F.R. Section 21.912, Note 1.

Licensee Qualification Report

Section 21.11(a) of the Commission's Rules requires the annual filing of an FCC Form 430, "Licensee Qualification Report," which contains information on the licensee's legal qualifications. *See* 47 C.F.R. Section 21.11(a). If the proposed assignee does not have a current and substantially accurate FCC Form 430 on file with the Commission, that form must be completed and submitted with this application. 47 C.F.R. Section 21.11(d). The information on Form 430 must be updated if it is no longer substantially accurate and complete in all matters of decisional significance. Examples of significant types of changes which must be reported include: (1) a change in control (*de jure* or *de facto*) of an applicant; (2) a change in alien ownership or control, which is significant under 47 C.F.R. Section 21.4; or (3) any conviction or administrative finding required to be reported on FCC Form 430.

Question 1. The name of the assignee shall be the exact corporate name, if a corporation; if a partnership, the name of all general partners and the name under which the partnership does business; if an unincorporated association, the name of an executive officer, his/her office and the name of the association; and, if an individual applicant, that person's full legal name.

Question 2. Pro Forma Assignment. Generally, the Commission is required to wait 30 days after issuing public notice of the acceptance for filing of applications before acting on those applications in order to provide an opportunity for interested parties to file formal petitions. *See* Section 309(d)(1) of the Act, 47 U.S.C. Section 309(d)(1). However, applications for assignments or transfers of control that are either involuntary or that do not involve a substantial change in ownership or control are exempt from the 30-day waiting period. *See* 47 C.F.R. Section 21.27(b).

Examples of transactions not considered to involve substantial changes in ownership or control include: (1) an assignment from an individual or individuals (including partnerships) to a corporation owned and controlled by such individuals or partnerships without any substantial change in their relative interests; (2) an assignment from a corporation to its individual stockholders without effecting any substantial change in the disposition of their interests; (3) an assignment or transfer by which certain stockholders retire, provided that the interest transferred is not a controlling one; (4) a corporate reorganization which involves no substantial change in the beneficial ownership of the corporation; (5) an assignment or transfer from a corporation to a wholly-owned subsidiary thereof or vice versa, or where there is an assignment from a corporation owned or controlled by the assignor's stockholders without substantial change in their interests; and (6) an assignment of less than a controlling interest in a partnership.

Question 3. Involuntary Assignment. Examples of involuntary assignments include those resulting from death, bankruptcy or legal disability of the assignor. The Commission must be promptly notified in writing when a licensee is voluntarily or involuntarily placed in bankruptcy or receivership, and when an individual licensee, a member of a partnership which is a licensee, or a person directly or indirectly in control of a corporation which is a licensee, dies or becomes legally disabled. 47 C.F.R. Section 21.38(d). An application for the involuntary assignment of a license must be filed within 30 days after the occurrence of the bankruptcy, death or legal disability. *Id.*

Questions 7. To determine the applicability of this question, reference should be made to the MDS attribution rules, 47 C.F.R. Section 21.912, Note 1.

Questions 8 and 9. If a corporation or other entity owns and/or votes 5% or more of the assignee or its corporate parent, the Exhibits requested in Questions 8(d) and 9(d) should include the following information for each of the officers, directors,

shareholders or other principals of that corporation or entity: (1) name; (2) address; (3) citizenship; (4) number and percentage of votes in the corporation or entity; and (5) other existing attributable interests in any cable television system, including the nature, size and location of such interests.

Question 10. If the assignee's principal business involves communications, specify the services in which the assignee has an interest.

Questions 11 and 12. All applications must comply with 47 C.F.R. Section 21.4. Specifically, Section 21.4 proscribes issuance of a station license to an alien, the representative of an alien, a foreign government or the representative thereof, or a corporation organized under the laws of a foreign government. This proscription also applies with respect to any corporation of which more than 20% of the capital stock is owned or voted by aliens, their representatives, a foreign government or its representative, or by a corporation organized under the laws of a foreign country. The proscription could likewise apply to any corporation directly or indirectly controlled by another corporation of which more than 25% of the capital stock is owned or voted by aliens, their representatives, a foreign government or its representative. The Commission may also deny an application for consent to assign an authorization to a corporation controlled by another corporation organized under the laws of a foreign country.

Question 13. Commission policies and litigation reporting requirements for applicants focus on misconduct which violates the Act or a Commission rule or policy, and on certain specified non-FCC misconduct. Applicants are advised that the parameters of the Commission's policies and requirements regarding character qualifications are fully set forth in *Character Qualifications*, 102 FCC 2d 1179 (1986), *reconsideration denied*, 1 FCC Rcd 421 (1986), *as modified*, 5 FCC Rcd 3252 (1990) and 7 FCC Rcd 6564 (1992).

Question 14. If the assignee is a corporation, its indirect interests include those communications entities which are held by the assignee's corporate parent, subsidiary and/or affiliate.

Question 15. Cross-Ownership. Section 21.912 of the Commission's Rules, which implements Section 613(a) of the Act, 47 U.S.C. Section 533(a), generally prohibits a cable operator from obtaining an MDS authorization if any portion of the MDS protected service area overlaps with the franchise area actually served by the cable operator's cable system. 47 C.F.R. Section 21.912(a); *see also Implementation of Sections 11 and 13 of the Cable Television Consumer Protection and Competition Act of 1992*, 8 FCC Rcd 6828, 6842-43 (1993), *reconsidered on other grounds*, 10 FCC Rcd 4654 (1995). In addition, Section 21.912(b) prevents a cable operator from leasing MDS capacity if its franchise area being served overlaps with the MDS protected service area. 47 C.F.R. Section 21.912(b). Individual MDS stations licensed in conjunction with a BTA or PSA authorization do not have individually

associated protected service areas; rather, the protected service area is that of the BTA or PSA. 47 C.F.R. Section 21.933. For purposes of the cable/MDS cross-ownership prohibitions, the attribution standard is defined by reference to Section 21.912, Note 1. However, the statutory and rule cross-ownership prohibitions do not apply if the cable operator is subject to "effective competition" in its franchise area. *See* 47 U.S.C. Section 533(a)(3); 47 C.F.R. Section 21.912(e)(3). An assignee seeking to meet one of the definitions of effective competition, in order to avoid application of the cross-ownership prohibitions, must file an effective competition showing with the assignment application.

Question 16. An FCC licensee is responsible for being familiar with the Act and the Commission's Rules and regulations relating to MDS, including Parts 1, 21 and 74 of the Commission's Rules.

Upon examination of the facilities, if the assignee determines that construction and operation is not in compliance with the current authorization and the Commission's Rules, the assignee may request that the assignor file appropriate requests for waivers or other relief with the Commission.

The assignment must be consummated within 45 days from the date of grant, and the Commission must be notified by letter of the date of consummation within 10 days of its occurrence. 47 C.F.R. Section 21.11(d).

Question 17. A Commission licensee must retain control of its facilities. *See* 47 U.S.C. Section 310(d). Any agreement affecting the assignee's proposed ownership, control and/or operation of the facilities must be attached.

Question 18. Financial Qualifications. An assignee filing an FCC Form 305 must attest to being financially qualified to effectuate its proposal, with sufficient net liquid assets on hand or available from committed sources of funds to consummate the transaction and operate the facilities. In so certifying, the assignee is also attesting that it can and will meet all contractual requirements, if any, as to collateral, guarantees and capital investments.

Documentation supporting the attestation of financial qualification need not be submitted with this application, but must be made available to the Commission upon request. The Commission recommends that all financial statements used in the preparation of this application be prepared in accordance with generally accepted accounting principles.

CERTIFICATIONS

Depending on the nature of the assignor and assignee, this application should be signed as indicated: for a sole proprietor, personally; for a partnership, by a general partner; for a corporation, by an officer; for an unincorporated association, by a member who is an officer; for a governmental entity, by such duly elected or appointed official as is competent under the laws

of the particular jurisdiction. Counsel may sign the application for his or her client, but only in cases of the applicant's disability or absence from the United States. In such cases, counsel must separately set forth why the application is not signed by the client. In addition, as to any matter stated on the basis of belief instead of personal knowledge, counsel shall separately set forth the reasons for believing that such statements are true.

FCC NOTICE TO INDIVIDUALS REQUIRED BY THE PRIVACY ACT AND THE PAPERWORK REDUCTION ACT

The FCC is authorized under the Communications Act of 1934, as amended, to collect the personal information we request in this form. We will use the information provided in the application to determine whether approving this application is in the public interest. If we believe there may be a violation or potential violation of an FCC statute, regulation, rule or order, your application may be referred to the Federal, state or local agency responsible for investigating, prosecuting, enforcing or implementing the statute, rule, regulation or order. In certain cases, the information in your application may be disclosed to the Department of Justice or a court or adjudicative body when: (a) the FCC; or (b) any employee of the FCC; or (c) the United States Government is a party to a proceeding before the body or has an interest in the proceeding. In addition, all information provided in this form will be available for public inspection.

If you owe a past due debt to the federal government, any information you provide may also be disclosed to the Department of Treasury Financial Management Service, other federal agencies and/or your employer to offset your salary, IRS tax refund or other payments to collect that debt. The FCC may also provide this information to these agencies through the matching of computer records when authorized.

If you do not provide the information requested on this form, the application may be returned without action having been taken upon it, or its processing may be delayed while a request is made to provide the missing information. Your response is required to obtain the requested authorization.

We have estimated that each response to this collection of information will take 55 hours. Our estimate includes the time to read the instructions, look through existing records, gather and maintain the required data, and actually complete and review the form or response. If you have any comments on this estimate, or on how we can improve the collection and reduce the burden it causes you, please write to the Federal Communications Commission, AMD-PERF, Paperwork Reduction Project (3060-0851), Washington, D.C. 20554. We will also accept your comments via the Internet if you send them to jboley@fcc.gov. Please **DO NOT SEND COMPLETED APPLICATIONS TO THIS ADDRESS**. Remember - you are not required to respond to a collection of information sponsored by the Federal government, and the government may not conduct or sponsor this collection, unless it displays a currently valid

OMB control number or if we fail to provide you with this notice. This collection has been assigned an OMB control number of 3060-0851.

THE FOREGOING NOTICE IS REQUIRED BY THE PRIVACY ACT OF 1974, P.L. 93-579, DECEMBER 31, 1974, 5 U.S.C. Section 552a(e)(3), PAPERWORK REDUCTION ACT OF 1995, P.L. 104-13, OCTOBER 1, 1995, 44 U.S.C. Section 3507.

FOR
FCC
USE
ONLY

FCC 305

**APPLICATION FOR CONSENT TO ASSIGNMENT OF
MULTIPOINT DISTRIBUTION SERVICE
AUTHORIZATION**

FOR COMMISSION USE ONLY

FILE NO.

SECTION I - GENERAL AND FEE INFORMATION

1. APPLICANT NAME (Last, First, Middle Initial)

MAILING STREET ADDRESS OR P.O. BOX

INTERNET ADDRESS

ATTENTION:

CITY

STATE OR COUNTRY (if foreign address)

ZIP CODE

TELEPHONE NUMBER (include area code)

CALL SIGN

OTHER FCC IDENTIFIER (if applicable)

2. Is a fee submitted with this application?

☐

Yes

☐

No

If Yes, complete and attach FCC Form 159.

If No, indicate reason for fee exemption (*see* 47 C.F.R. Section 1.1114).

☐

Governmental Entity

☐

Noncommercial educational entity

☐

Other (explain):

SECTION II - TO BE COMPLETED BY ASSIGNOR

1. Name of Assignor

Mailing Street Address or P.O. Box

City

State

Zip Code

2. Provide the following information for each license authorized to or Basic Trading Area ("BTA") authorization held by the assignor for which assignment is sought in this application:

CALL SIGN/BTA NUMBER	LOCATION (CITY/STATE)	FILE NUMBER	EXPIRATION DATE

SECTION II (continued)

3. Does the assignor seek assignment of its authorization for a Basic Trading Area ("BTA") or a Partitioned Service Area ("PSA") which was received in the past three years through a competitive bidding process? ☐ Yes ☐ No

If Yes, attach as an Exhibit the associated contracts for sale, option agreements, management agreements or other documents disclosing the total consideration that the assignor will receive in return for assignment of its authorization.

Exhibit No.

4. Does the assignor seek assignment of a conditional license prior to the completion of construction of the facility and the timely filing of the certificate of completion of construction? ☐ Yes ☐ No

If Yes, attach as an Exhibit:

Exhibit No.

- (a) the following information for each of the incomplete or unconstructed facilities listed in Item 2:
(i) call sign; (ii) file number; (iii) date by which construction must be completed; and (iv) whether the facilities were authorized following a comparative hearing or pursuant to the random selection proceeding in which the successful applicant received a preference, and whether the facilities have been operated for less than one year; and
- (b) the detailed showing and declarations of the applicants required by 47 C.F.R. Section 21.39 which demonstrate that the proposed assignor has not acquired the authorization or operated the station for the principal purpose of profitable sale rather than public service.

5. Are there any agreements, oral or written, involving use and/or control of the station? ☐ Yes ☐ No

If Yes, attach as an Exhibit a copy of any such agreement(s). If there is only an oral agreement, reduce the terms to writing and attach.

Exhibit No.

6. Attach as an Exhibit a copy of the contract or agreement to assign the property and facilities of the station. If there is only an oral agreement, reduce the terms to writing and attach.

Exhibit No.

CERTIFICATION

7. By checking Yes, the applicant certifies, that, in the case of an individual applicant, he or she is not subject to a denial of federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, or, in the case of a non-individual applicant (e.g., corporation, partnership or other unincorporated association), no party to the application is subject to a denial of federal benefits that includes FCC benefits pursuant to that section. For the definition of a "party" for these purposes, *see* 47 C.F.R. Section 1.2002(b). ☐ Yes ☐ No

The ASSIGNOR acknowledges that all the statements made in this application and the attached Exhibits are considered material representations, and that all Exhibits are a material part hereof and incorporated herein.

The ASSIGNOR represents that this application is not filed for the purpose of impeding, obstructing or delaying determination on any other application with which it may be in conflict.

In accordance with 47 C.F.R. Section 1.65, the ASSIGNOR has a continuing obligation to advise the Commission, through amendments, of any substantial and significant changes in information furnished.

I certify that the ASSIGNOR'S statements in this application are true, complete and correct to the best of my knowledge and belief, and are made in good faith.

Typed or Printed Name of Person Signing	Signature
Title of Person Signing	Date

WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

SECTION III - TO BE COMPLETED BY ASSIGNEE

1. Name of Assignee	Mailing Street Address or P.O. Box		
	City	State	Zip Code

2. Is this application a *pro forma* transaction? ☐ Yes ☐ No

If Yes, attach an Exhibit describing the nature of the *pro forma* transaction.

Exhibit No.

3. Is this application for an involuntary assignment of the authorization? ☐ Yes ☐ No

If Yes, attach as an Exhibit a copy of the court order or other legal instrument pursuant to which the assignment of license to the assignee is sought.

Exhibit No.

4. Does the contract submitted in response to Question 6 of Section II embody the full and complete agreement between the assignor and assignee? ☐ Yes ☐ No

If No, explain in an Exhibit.

Exhibit No.

5. The assignee is a(n): (*check one*)

- ☐ individual
 ☐ general partnership
 ☐ limited partnership
☐ corporation
 ☐ association
 ☐ other

If the "other" box is checked, attach as an Exhibit a statement describing the nature of the assignee, the laws under which it is organized, and the names and addresses of the owners, principals, officers and directors of the assignee.

Exhibit No.

6. (a) If the assignee is a partnership, attach as an Exhibit the following information for each partner:
(i) name; (ii) address; and (iii) nature of the partnership interest.

Exhibit No.

- (b) For each general partner also provide: (i) the number and percentage of votes held; and (ii) other existing attributable interests in any cable television system, including the nature, size and location of such interests.

7. If applicable, complete the following certifications:

- (a) By checking Yes, the assignee certifies that no limited partner will be involved in any material respect in the management or operation of the proposed station. ☐ Yes ☐ No
☐ Not Applicable

If No, the assignee must attach as an Exhibit the following information with respect to all limited partners actively involved in the FCC regulated activities of the partnership: (i) the nature of the partnership interest; (ii) the number and percentage of votes held; and (iii) other existing attributable interests in any cable television system, including the nature, size and location of such interests.

Exhibit No.

SECTION III (continued)

- (b) Does any investment company (as defined in 15 U.S.C. Section 80a-3), insurance company, or trust department of any bank have an aggregated holding consistent with 47 C.F.R. Section 21.912, Note 1(c)?

☐ Yes ☐ No
☐ Not Applicable

By checking Yes, the assignee certifies that the entity holding such interests exercises no influence or control over the assignee, directly or indirectly, and has no representatives among the officers and directors of the assignee.

☐ Yes ☐ No
☐ Not Applicable

8. If the assignee is a corporation or association, answer the following:

- (a) Under the laws of what state or country is it organized? _____

- (b) If the assignee is a corporation, is it duly incorporated and in good standing?

☐ Yes ☐ No
☐ Not Applicable

- (c) Is more than one-fifth of the capital stock owned of record or may it be voted by aliens or their representatives, or by a foreign government or representatives thereof, or by any corporation organized under the laws of a foreign country?

☐ Yes ☐ No
☐ Not Applicable

- (d) Attach as an Exhibit the names and addresses of all stockholders owning and/or voting 5% or more of the assignee's stock and the percentage of stock held by each stockholder.

Exhibit No.

9. (a) Is the assignee directly or indirectly controlled by any other corporation?

☐ Yes ☐ No

If Yes, submit an Exhibit providing the name and address of such controlling corporation.

Exhibit No.

- (b) Under the laws of what state or country is it organized? _____

- (c) Is more than one-fourth of the capital stock of such corporation owned of record or may it be voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?

☐ Yes ☐ No

- (d) Is the above-described controlling corporation in turn a subsidiary?

☐ Yes ☐ No

If Yes, submit an Exhibit which answers Items 9(a) through 9(c) for each such corporation, including the organization having final control.

Exhibit No.

10. Attach as an Exhibit a statement of the assignee's principal business.

Exhibit No.

11. Is the individual assignee or, if a partnership, each member of the partnership, a citizen of the United States?

☐ Yes ☐ No
☐ Not Applicable

12. Is the assignee or any party to this application a representative of an alien or of a foreign government?

☐ Yes ☐ No

SECTION III (continued)

13. (a) Has the assignee or any party to this application had any FCC station license or permit revoked or had any application for permit, license or renewal denied by this Commission? ☐ Yes ☐ No

(b) Has any court finally adjudged the assignee, or any person directly or indirectly controlling the assignee, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or other means of unfair methods of competition? ☐ Yes ☐ No

(c) Has the assignee, or any party to this application, or any person directly or indirectly controlling the assignee, ever been convicted of a felony by any state or Federal court? ☐ Yes ☐ No

If the answer to any of the above is Yes, attach as an Exhibit a statement relating the facts.

Exhibit No.

14. Does the assignee directly or indirectly, through stock ownership, contract or otherwise, have an ownership or control interest in any other communications entities? ☐ Yes ☐ No

If Yes, attach an Exhibit describing the interest, and the location(s) and call sign(s), if any.

Exhibit No.

15. Is the assignee directly or indirectly interested in or affiliated with, or does the assignee have leasing arrangements with, a cable television company? ☐ Yes ☐ No

If Yes, attach as an Exhibit a description of the relationship and overlap, if any, of the boundaries of the cable franchise area and the station's protected service area.

Exhibit No.

16. (a) Is the assignee personally familiar with the Commission's Rules governing MDS? ☐ Yes ☐ No

(b) Has the assignee examined the subject facilities and determined that construction and operation are in compliance with the current authorization and the Commission's Rules? ☐ Yes ☐ No

(c) Does the assignee acknowledge that, if the Commission consents, the assignment must be completed within 45 days of the date of consent and that the Commission must be notified in writing within 10 days of the date of consummation? ☐ Yes ☐ No

17. Will the assignee have control of the station(s), both as to physical operation and the service provided? ☐ Yes ☐ No

If No, attach as an Exhibit a copy of any contract which may affect the assignee's right to do so.

Exhibit No.

18. Does the assignee certify to its financial ability with respect to construction and/or operation of the station? ☐ Yes ☐ No

SECTION III (continued)

CERTIFICATION

19. By checking Yes, the applicant certifies, that, in the case of an individual applicant, he or she is not subject to a denial of federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, or, in the case of a non-individual applicant (e.g., corporation, partnership or other unincorporated association), no party to the application is subject to a denial of federal benefits that includes FCC benefits pursuant to that section. For the definition of a "party" for these purposes, *see* 47 C.F.R. Section 1.2002(b). ☐ Yes ☐ No

The ASSIGNEE hereby waives any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. (See Section 304 of the Communications Act of 1934, as amended.)

The ASSIGNEE acknowledges that all the statements made in this application and attached Exhibits are considered material representations, and that all Exhibits are a material part hereof and incorporated herein.

The ASSIGNEE represents that this application is not filed for the purpose of impeding, obstructing or delaying determination on any other application with which it may be in conflict.

In accordance with 47 C.F.R. Section 1.65, the ASSIGNEE has a continuing obligation to advise the Commission, through amendments, of any substantial and significant changes in information furnished.

I certify that the ASSIGNEE's statements in this application are true, complete and correct to the best of my knowledge and belief, and are made in good faith.

Typed or Printed Name of Person Signing	Signature
Title of Person Signing	Date

WILLFUL FALSE STATEMENTS ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(a)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).